

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

|                            |   |                       |
|----------------------------|---|-----------------------|
| -----                      | X |                       |
|                            | : |                       |
| BISON CAPITAL CORPORATION, | : |                       |
|                            | : |                       |
| Plaintiff,                 | : | 10 CV 714 (SHS) (AJP) |
|                            | : |                       |
| -against-                  | : | ECF CASE              |
|                            | : |                       |
| ATP OIL & GAS CORPORATION, | : |                       |
|                            | : |                       |
| Defendant.                 | : |                       |
| -----                      | X |                       |

**DEFENDANT'S INITIAL DISCLOSURES**

Defendant, ATP Oil & Gas Corporation (“Defendant”) provides the following Initial Disclosures to Plaintiff, Bison Capital Corporation (“Plaintiff”), pursuant to Rule 26(a)(1) of the Federal Rules of Civil Procedure.

**I. PRELIMINARY STATEMENT.**

Defendant’s initial disclosures are based on information reasonably available to it at this time, and are made solely for the purpose of this case. Defendant has not completed its investigation of the facts in this case. Defendant does not intend its initial disclosures to be a waiver or limitation of any privilege, immunity, or other right of Defendant, or any objection Defendant has or might have to the competence, relevance, materiality, or admissibility at trial of any of the disclosed information. Additional subject areas of potential relevance, or additional individuals with knowledge relevant to the disputed facts, may be identified as this case and Defendant’s investigation proceed. Subject to, and without waiving the above-mentioned terms and conditions, Defendant makes the following disclosures.

**II. RULE 26(a)(1)(A) INITIAL DISCLOSURES.**

**(i) the names and, if known, the address and telephone number of each individual likely to have discoverable information—along with the subjects of that information—that the disclosing party may use to support its claims or defenses, unless the use would be solely for impeachment.**

Based upon information reasonably available at the present time and a good faith inquiry, Defendant identifies the following persons who may have discoverable information, other than information to be used solely for impeachment, that Defendant may use to support its claims or defenses:

1. **Bison Capital Corporation**  
Box 11150  
Greenwich, Connecticut 06831  
T: (203) 339-1984  
  
c/o Jeffrey Gutchess  
HUNTON & WILLIAMS LLP  
1111 Brickell Avenue  
Miami, Florida 33139  
T: (305) 810-2500

Bison Capital Corporation is the plaintiff in this case. Its representatives, agents, and employees are believed to have knowledge concerning the various allegations asserted by Plaintiff against Defendant, including but not limited to:

- a. Edwin E. Wells, Jr., President
2. **ATP Oil & Gas Corporation**  
4600 Post Oak Place, Suite 200  
Houston, Texas 77027  
T: (713) 622-3311  
  
c/o Brit Brown and Benjamin Escobar  
BEIRNE, MAYNARD, & PARSONS, LLP  
1300 Post Oak Boulevard, Suite 2500  
Houston, Texas 77056  
T: (713) 623-1887

ATP Oil & Gas Corporation is the defendant in this case. Its representatives, agents, and employees are believed to have knowledge concerning the various

allegations asserted by Plaintiff against Defendant, including but not limited to:

- a. T. Paul Bulmahn, Chairman and President
- b. Gerald W. Schlieff, Senior Vice President
- c. Albert L. Reese, Jr., Senior Vice President and Chief Financial Officer
- d. Leland E. Tate, Senior Vice President, Operations
- e. John E. Tschirhart, Senior Vice President, General Counsel
- f. Brian Nelson, Senior Financial Analyst

3. **Ableco Finance LLC**  
299 Park Avenue, 23rd Floor  
New York, New York 10171  
T: (212) 891-1550

Ableco Finance LLC and its representatives, agents, and employees are believed to have knowledge concerning allegations asserted by Plaintiff against Defendant, including but not limited to:

- a. Stephen A. Feinberg, Chief Executive Officer
- b. Kevin P. Genda, Senior Vice President and Chief Credit Officer
- c. Mark A. Neporent, Senior Vice President
- d. Jeffrey L. Lomasky, Senior Vice President and Chief Financial Officer

4. **Credit Suisse f/k/a Credit Suisse First Boston**  
Eleven Madison Avenue  
New York, New York 10010  
T: (212) 325-2000

1100 Louisiana Street, Suite 4600  
Houston, Texas 77002  
T: (713) 890-1400

Credit Suisse First Boston and its representatives, agents, and employees are believed to have knowledge concerning allegations asserted by Plaintiff against Defendant, including but not limited to:

- a. James P. Moran, Director, Investment Banking-Corporate Banking
- b. Timothy Perry, Director, Investment Banking-Global Energy Group

- c. Jamie Casas, Vice President, Investment Banking-Global Energy Group
- d. Nupur Kumar, Vice President
- e. Denise Alvarez, Associate
- f. David Dodd, Associate
- g. Vanessa Gomez, Associate
- h. Iiya Ivashkov, Associate

5. **J.P. Morgan Securities Inc.**  
383 Madison Avenue  
New York, New York 10179  
T: (212) 270-6000

J.P. Morgan Securities Inc. and its representatives, agents, and employees may have knowledge concerning allegations asserted by Plaintiff against Defendant, including but not limited to:

- a. Yaw Asamoah-Duodu, Executive Director
- b. Michael O'Donovan, Managing Director

Defendant reserves the right to supplement this disclosure pursuant to the Federal Rules of Civil Procedure. Defendant reserves the right to seek discovery from, and relating to, other persons who may subsequently become known as persons likely to have discoverable information relevant to the disputed facts. In addition, Defendant reserves the right to designate and/or call as witnesses at trial other individuals in addition to those identified above.

**(ii) a copy—or a description by category and location—of all documents, electronically stored information, and tangible things that the disclosing party has in its possession, custody, or control and may use to support its claims or defenses, unless the use would be solely for impeachment.**

On account of Defendant's pending motion to dismiss Counts III through XIII of the Amended Complaint, discovery with respect to Counts III through XIII—and the transactions identified in those claims—is premature prior to the Court's decision on Defendant's motion to dismiss. Accordingly, Defendant identifies the following

documents within its possession, custody, or control that may relate to its defenses while expressly reserving its right to object to the production of documents relating to Counts III through XIII:

- Closing documents for the transactions identified in the Amended Complaint;
- Files maintained by Defendant concerning the transactions identified in the Amended Complaint;
- Emails and other correspondence maintained by Defendant concerning Plaintiff and the transactions identified in the Amended Complaint;
- Documents attached to and/or referenced in the Amended Complaint and in Defendant's motion to dismiss the Amended Complaint.

For purposes of this case, Defendant's documentation is maintained at the office of its counsel, Brit Brown and Benjamin Escobar, BEIRNE, MAYNARD & PARSONS, L.L.P., 1300 Post Oak Boulevard, 25th Floor, Houston, Texas 77056.

Many of the documents may be protected by the attorney-client and work product privileges, in which case a privilege log will be provided. These documents may also include documentation upon which Defendant will rely in defending the claims against it, though at this point Defendant cannot identify with particularity those specific documents that will be used to support its defenses, or for impeachment. To the extent that documents containing proprietary or confidential information are identified in these initial disclosures and are requested during the course of discovery, those documents will be produced only after entry of an appropriate protective order and pursuant to the terms and provisions of said order.

Defendant reserves the right to supplement this disclosure pursuant to the Federal Rules of Civil Procedure.

**(iii) a computation of each category of damages claimed by the disclosing party—who must also make available for inspection and copying as under Rule 34 the documents or other evidentiary material, unless privileged or protected from disclosure, on which each computation is based, including materials bearing on the nature and extent of injuries suffered.**

Defendant is not seeking any category of damages. Nevertheless, Defendant reserves the right to conduct discovery, examine and cross-examine witnesses regarding Plaintiff's alleged damages. Additionally, Defendant reserves the right to designate experts on such matters; and, in that event, refers Plaintiff to such experts' reports and their testimony for further information regarding such matters. Finally, Defendant reserves the right to examine and cross-examine any witness at trial regarding such matters.

**(iv) for inspection and copying as under Rule 34, any insurance agreement under which an insurance business may be liable to satisfy all or part of a possible judgment in the action or to indemnify or reimburse for payments made to satisfy the judgment.**

Defendant is currently not aware of any insurance agreement applicable to this case.

### **III. DEFENDANT RESERVES THE RIGHT TO SUPPLEMENT.**

Defendant reserves the right to supplement its initial disclosures as discovery and investigation continue. Additionally, by its production of any documents and information, Defendant does not waive its right to assert any privileges and protection on its behalf, and it reserves the right to object to the admissibility or use of any such document at trial.

Dated: New York, New York  
April 1, 2010

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